

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP

333 WEST WACKER DRIVE
CHICAGO, ILLINOIS 60606-1285

TEL: (312) 407-0700

FAX: (312) 407-0411

www.skadden.com

FIRM/AFFILIATE OFFICES

BOSTON
HOUSTON
LOS ANGELES
NEW YORK
PALO ALTO
SAN FRANCISCO
WASHINGTON, D.C.
WILMINGTON

BEIJING
BRUSSELS
FRANKFURT
HONG KONG
LONDON
MOSCOW
MUNICH
PARIS
SHANGHAI
SINGAPORE
SYDNEY
TOKYO
TORONTO
VIENNA

DIRECT DIAL
(312) 407-0786
DIRECT FAX
(312) 407-8680
EMAIL ADDRESS
CDICKERS@SKADDEN.COM

June 8, 2009

James Marcum
Chief Executive Office
Circuit City Stores, Inc.
4951 Lake Brook Drive
Glen Allen, VA 23060

RE: In re Circuit City Stores, Inc.,
Case No. 08-35653 (KRH)
Jointly Administered

Dear James:

Enclosed is our firm's fee request for services rendered and charges and disbursements incurred through May 31, 2009 (the "Fee Period"), in connection with the post-petition work performed as counsel to Circuit City Stores, Inc. (the "Company"). The fee request has been prepared in accordance with the Order Under Bankruptcy Code Sections 105(a) and 331 Establishing Interim Compensation Procedures entered on December 9, 2008 in the above referenced Chapter 11 cases (the "Order").

The fee request is in the aggregate amount of \$616,477 consisting of \$590,273 for professional fees and \$22,204¹ for charges and disbursements. The principal charges during the Fee Period were for Asset Disposition (\$178,114), Claims Administration (General) (\$98,654) and Employee Matters (\$93,453). We have written off the amount of \$30,705 as an accommodation in connection with our regular billing review process. This amount includes, among other categories, 50%

¹ In addition, we have corrected an error from our previous bill in which we inadvertently overcharged the Company the amount of \$4,000. This bill reflects a reduction of that amount.

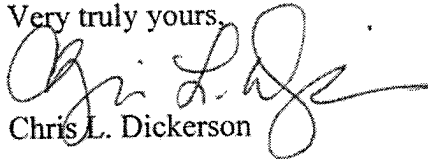
James Marcum
June 8, 2009
Page 2

of non-working travel time and time charges for certain professionals billing less than five hours during the month on a client level basis.

The Order authorizes the Company to pay professionals in the cases monthly for 85% of fees and 100% of charges and disbursements if no objections to a fee request have been made within 20 days of notice having being given with respect to such a request. Thus, if the fee request is acceptable to you and no timely objections are made prior to June 28, 2009, you are authorized to pay to our firm the total amount of \$523,936, which consists of the amount of \$501,732 with respect to the fee request, (net of the 15% fee holdback amount of \$88,541) and the total charge and disbursement amount of \$22,204. Payment of the holdback amount remains subject to Court authorization after a hearing on an interim fee application for the period of May 1, 2009 through July 31, 2009.

Should you have any questions or comments, please do not hesitate to call me at your convenience.

Very truly yours,



Chris L. Dickerson

Enclosures

cc: Sandy Raabe
Gregg Galardi
Linda Edwards

**SKADDEN, ARPS, SLATE,
MEAGHER & FLOM LLP**
AND AFFILIATES

Circuit City Stores, Inc. (DIP)
9950 Mayland Drive
Richmond, Virginia 23233

June 5, 2009
Bill No.: 1266691
TIN: 13-1777230

PLEASE REMIT TO:			
<u>By Check:</u>	SASM & F LLP P.O. Box 1764 White Plains, NY 10602	<u>By Wire:</u>	<u>In US Dollars to:</u> Citibank, N.A., New York A.B.A. Number: 021000089 Swift Code: CITIUS33 For Credit To Account: 30060143 Reference Bill No.: 1266691

Invoice # 1266691
Re: Corporate Advice, Financing and Special Projects

TO PROFESSIONAL SERVICES RENDERED
through May 31, 2009

For General Corporate Advice	\$	3,223
Less Fee Accommodation	(<u>2,233)</u>
		990

Charges and Disbursements

Computer Legal Research	\$	2,051
Courier, Express		
Delivery and Postage		25
Telecommunications		680
Overtime Related Expenses		7
Outside Research Services		120
Reproduction and Document Preparation		6
Travel Expenses		1,232
Total Disbursements		<u>4,121</u>
	\$	5,111

PAYMENT DUE UPON RECEIPT.

MAY INCLUDE PROFESSIONAL SERVICES, CHARGES AND DISBURSEMENTS FROM AFFILIATES.

PROFESSIONAL SERVICES, CHARGES AND DISBURSEMENTS WHICH HAVE NOT BEEN RECORDED AS OF THE ABOVE DATE
WILL BE BILLED SUBSEQUENTLY.

B43E

Circuit City Stores, Inc. (DIP)
Monthly Omnibus Statement (May, 2009)
June 5, 2009 - Summary Page 2

For Asset Analysis and Recovery	\$	12,345
Less Fee Accommodation	(0)
		12,345

<u>Charges and Disbursements</u>		
Total Disbursements		0
	\$	12,345

For Asset Dispositions (General)	\$	169,314
Less Fee Accommodation	(36)
		169,278

<u>Charges and Disbursements</u>		
Computer Legal Research	\$	7,111
Courier, Express		
Delivery and Postage		31
Telecommunications		89
Reproduction and Document Preparation		281
Travel Expenses		1,324
Total Disbursements		8,836
	\$	178,114

For Asset Dispositions (Real Property)	\$	8,628
Less Fee Accommodation	(0)
		8,628

<u>Charges and Disbursements</u>		
Total Disbursements		0
	\$	8,628

For Automatic Stay (Relief Actions)	\$	4,980
---	----	-------

Circuit City Stores, Inc. (DIP)
Monthly Omnibus Statement (May, 2009)
June 5, 2009 - Summary Page 3

Less Fee Accommodation..... (0)
4,980

Charges and Disbursements

Computer Legal Research..... \$ 108

Total Disbursements 108

\$ 5,088

For Case Administration \$ 25,547

Less Fee Accommodation..... (118)
25,429

Charges and Disbursements

Computer Legal Research..... \$ 23

Courier, Express

Delivery and Postage 173

Telecommunications 359

Outside Research Services 887

Electronic Document Management 72

Reproduction and Document Preparation 242

Travel Expenses 1,417

Total Disbursements 3,173

\$ 28,602

For Claims Admin. (General) \$ 97,310

Less Fee Accommodation..... (856)
96,454

Charges and Disbursements

Computer Legal Research..... \$ 2,158

Telecommunications 5

Outside Research Services 37

Circuit City Stores, Inc. (DIP)
Monthly Omnibus Statement (May, 2009)
June 5, 2009 - Summary Page 4

Total Disbursements 2,200

\$ 98,654

For Creditor Meetings / Statutory Committees ... \$ 18,403

Less Fee Accommodation..... (0)
18,403

Charges and Disbursements

Total Disbursements 0

\$ 18,403

For Employee Matters (General) \$ 93,384

Less Fee Accommodation..... (5,591)
87,793

Charges and Disbursements

Computer Legal Research \$ 5,618

Courier, Express

Delivery and Postage 42

Total Disbursements 5,660

\$ 93,453

For Executory Contracts (Personalty) \$ 3,070

Less Fee Accommodation..... (0)
3,070

Charges and Disbursements

Total Disbursements 0

\$ 3,070

Circuit City Stores, Inc. (DIP)
Monthly Omnibus Statement (May, 2009)
June 5, 2009 - Summary Page 5

For Insurance	\$	1,081
Less Fee Accommodation.....	(0)
		1,081

<u>Charges and Disbursements</u>		
Total Disbursements		0
	\$	1,081

For Intellectual Property	\$	0
Less Fee Accommodation.....	(0)
		0

<u>Charges and Disbursements</u>		
Computer Legal Research	\$	1,161
Reproduction and Document Preparation		82
Total Disbursements		1,243
	\$	1,243

For Investigations and Reviews	\$	0
Less Fee Accommodation.....	(0)
		0

<u>Charges and Disbursements</u>		
Reproduction and Document Preparation		\$1
Total Disbursements		1
	\$	1

For Leases (Real Property)	\$	78,662
Less Fee Accommodation.....	(0)

Circuit City Stores, Inc. (DIP)
Monthly Omnibus Statement (May, 2009)
June 5, 2009 - Summary Page 6

78,662

Charges and Disbursements

Computer Legal Research	\$	336
Courier, Express		
Delivery and Postage		89
Telecommunications		134
Reproduction and Document Preparation		315
Total Disbursements		<u>874</u>
	\$	79,536

For Litigation (General)	\$	16,762
Less Fee Accommodation	(<u>1,233)</u>
		15,529

Charges and Disbursements

Computer Legal Research	\$	-252
Courier, Express		
Delivery and Postage		25
Telecommunications		7
Outside Research Services		146
Reproduction and Document Preparation		6
Total Disbursements		<u>-68</u>
	\$	15,461

For Liquidation / Feasibility	\$	1,726
Less Fee Accommodation	(<u>0)</u>
		1,726

Charges and Disbursements

Total Disbursements		<u>0</u>
	\$	1,726

Circuit City Stores, Inc. (DIP)
Monthly Omnibus Statement (May, 2009)
June 5, 2009 - Summary Page 7

For Nonworking Travel Time	\$	34,326
Less Fee Accommodation	(<u>17,163</u>)
		17,163

Charges and Disbursements

Total Disbursements		<u>0</u>
	\$	17,163

For Reorganization Plan / Plan Sponsors	\$	4,777
Less Fee Accommodation	(<u>0</u>)
		4,777

Charges and Disbursements

Total Disbursements		<u>0</u>
	\$	4,777

For Retention / Fee Matters (SASM&F)	\$	2,769
Less Fee Accommodation	(<u>0</u>)
		2,769

Charges and Disbursements

Total Disbursements		<u>0</u>
	\$	2,769

For Retention / Fee Matters / Objections (Others)	\$	1,589
Less Fee Accommodation	(<u>0</u>)
		1,589

Charges and Disbursements

Circuit City Stores, Inc. (DIP)
Monthly Omnibus Statement (May, 2009)
June 5, 2009 - Summary Page 8

Total Disbursements	0
	<hr/>
	\$ 1,589

For Secured Claims	\$ 3,317
Less Fee Accommodation	(0)
	<hr/>
	3,317

Charges and Disbursements

Total Disbursements	0
	<hr/>
	\$ 3,317

For Tax Matters	\$ 8,481
Less Fee Accommodation	(0)
	<hr/>
	8,481

Charges and Disbursements

Total Disbursements	0
	<hr/>
	\$ 8,481

For Utilities	\$ 27,374
Less Fee Accommodation	(0)
	<hr/>
	27,374

Charges and Disbursements

Total Disbursements	0
	<hr/>
	\$ 27,374

For Vendor Matters	\$ 435
Less Fee Accommodation	(0)
	<hr/>
	435

Circuit City Stores, Inc. (DIP)
Monthly Omnibus Statement (May, 2009)
June 5, 2009 - Summary Page 9

<u>Charges and Disbursements</u>	
Computer Legal Research	\$ 56
Total Disbursements	<u>56</u>
	\$ 491
Total Fees	\$ 590,273
Total Charges and Disbursements	<u>26,204</u>
Grand Total	\$ 616,477
Less 15% Holdback	<u>(88,541)</u>
Current Amount Payable by Administrative Order ..	\$ 527,936

Exhibit C Page 12 of 31
SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP

155 NORTH WACKER DRIVE
CHICAGO, ILLINOIS 60606-1720

TEL: (312) 407-0700

FAX: (312) 407-0411

www.skadden.com

FIRM/AFFILIATE OFFICES

BOSTON
HOUSTON
LOS ANGELES
NEW YORK
PALO ALTO
SAN FRANCISCO
WASHINGTON, D.C.
WILMINGTON

BEIJING
BRUSSELS
FRANKFURT
HONG KONG
LONDON
MOSCOW
MUNICH
PARIS
SAO PAULO
SHANGHAI
SINGAPORE
SYDNEY
TOKYO
TORONTO
VIENNA

DIRECT DIAL
(312) 407-0786
DIRECT FAX
(312) 407-8680
EMAIL ADDRESS
CDICKERS@SKADDEN.COM

August 14, 2009

James Marcum
Chief Executive Office
Circuit City Stores, Inc.
4951 Lake Brook Drive
Glen Allen, VA 23060

RE: In re Circuit City Stores, Inc.,
Case No. 08-35653 (KRH)
Jointly Administered

Dear Jim:

Enclosed is our firm's fee request for services rendered and charges and disbursements incurred through June 30, 2009 (the "Fee Period"), in connection with the post-petition work performed as counsel to Circuit City Stores, Inc. (the "Company"). The fee request has been prepared in accordance with the Order Under Bankruptcy Code Sections 105(a) and 331 Establishing Interim Compensation Procedures entered on December 9, 2008 in the above referenced Chapter 11 cases (the "Order").

The fee request is in the aggregate amount of \$615,168 consisting of \$580,005 for professional fees and \$35,164 for charges and disbursements. The principal charges during the Fee Period were for Claims Administration (General) (\$152,007), Leases (Real Property) (\$143,116) and Case Administration (\$52,949). We have written off the amount of \$45,792 as an accommodation in connection with our regular billing review process. This amount includes, among other categories, 50% of non-working travel time and time charges for certain professionals billing less than five hours during the month on a client level basis.

James Marcum

Exhibit C Page 13 of 31

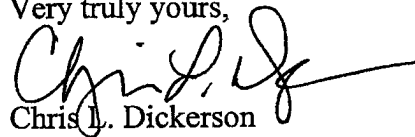
August 14, 2009

Page 2

The Order authorizes the Company to pay professionals in the cases monthly for 85% of fees and 100% of charges and disbursements if no objections to a fee request have been made within 20 days of notice having being given with respect to such a request. Thus, if the fee request is acceptable to you and no timely objections are made prior to September 3, 2009, you are authorized to pay to our firm the total amount of \$528,168, which consists of the amount of \$493,004 with respect to the fee request, (net of the 15% fee holdback amount of \$87,001) and the total charge and disbursement amount of \$35,164. Payment of the holdback amount remains subject to Court authorization after a hearing on an interim fee application for the period of May 1, 2009 through July 31, 2009.

Should you have any questions or comments, please do not hesitate to call me at your convenience.

Very truly yours,



Chris L. Dickerson

Enclosures

cc: Sandy Raabe
Gregg Galardi
Linda Edwards

**SKADDEN, ARPS, SLATE,
MEAGHER & FLOM LLP
AND AFFILIATES**

Circuit City Stores, Inc. (DIP)
9950 Mayland Drive
Richmond, Virginia 23233

July 9, 2009
Bill No.: 1276041

TIN: 13-1777230

PLEASE REMIT TO:			
<u>By Check:</u>	SASM & F LLP P.O. Box 1764 White Plains, NY 10602	<u>By Wire:</u>	<u>In US Dollars to:</u> Citibank, N.A., New York A.B.A. Number: 021000089 Swift Code: CITIUS33 For Credit To Account: 30060143 Reference Bill No.: 1276041

Invoice # 1276041

Re: Corporate Advice, Financing and Special Projects

TO PROFESSIONAL SERVICES RENDERED
through June 30, 2009

For General Corporate Advice	\$	1,418
Less Fee Accommodation	(0)
		1,418

Charges and Disbursements

Computer Legal Research	\$	1,293
Telecommunications		7
Reproduction and Document Preparation		38

Total Disbursements		1,338
---------------------------	--	-------

	\$	2,756
--	----	-------

For Asset Analysis and Recovery	\$	9,871
Less Fee Accommodation	(-1)
		9,872

PAYMENT DUE UPON RECEIPT.

MAY INCLUDE PROFESSIONAL SERVICES, CHARGES AND DISBURSEMENTS FROM AFFILIATES.

PROFESSIONAL SERVICES, CHARGES AND DISBURSEMENTS WHICH HAVE NOT BEEN RECORDED AS OF THE ABOVE DATE
WILL BE BILLED SUBSEQUENTLY.

B43E

CIRCUIT CITY STORES, INC. (DIP): through June 30, 2009Charges and Disbursements

Computer Legal Research	\$	114
Total Disbursements		<u>114</u>
	\$	9,986

For Asset Dispositions (General)	\$	44,833
Less Fee Accommodation	(<u>1,090)</u>
		43,743

Charges and Disbursements

Courier, Express		
Delivery and Postage	\$	10
Reproduction and Document Preparation		34
Travel Expenses		986
Total Disbursements		<u>1,030</u>
	\$	44,773

For Asset Dispositions (Real Property)	\$	20,471
Less Fee Accommodation	(<u>283)</u>
		20,188

Charges and Disbursements

Total Disbursements		<u>0</u>
	\$	20,188

For Automatic Stay (Relief Actions)	\$	853
Less Fee Accommodation	(<u>0)</u>
		853

Charges and Disbursements

Total Disbursements		<u>0</u>
	\$	853

For Business Operations / Strategic Planning ...	\$	4,692
--	----	-------

CIRCUIT CITY STORES, INC. (DIP): through June 30, 2009

Less Fee Accommodation	(0)
		4,692

Charges and Disbursements

Courier, Express		
Delivery and Postage	\$	30
Reproduction and Document Preparation		912
Total Disbursements		<u>942</u>
	\$	5,634

For Case Administration	\$	34,463
Less Fee Accommodation	(<u>614)</u>
		33,849

Charges and Disbursements

Computer Legal Research	\$	2,284
Courier, Express		
Delivery and Postage		372
Telecommunications		-13
Outside Research Services		200
Court Reporting		3,469
Electronic Document Management		131
Reproduction and Document Preparation		797
Travel Expenses		11,860
Total Disbursements		<u>19,100</u>
	\$	52,949

For Claims Admin. (General)	\$	159,355
Less Fee Accommodation	(<u>12,765)</u>
		146,590

Charges and Disbursements

Computer Legal Research	\$	4,635
Courier, Express		
Delivery and Postage		77
Telecommunications		2
Reproduction and Document Preparation		2
Travel Expenses		701
Total Disbursements		<u>5,417</u>

CIRCUIT CITY STORES, INC. (DIP): through June 30, 2009

\$ 152,007

For Credit Card Agreements	\$	2,480
Less Fee Accommodation	(0)
		2,480

Charges and Disbursements

Total Disbursements		0
	\$	2,480

For Creditor Meetings / Statutory Committees ...	\$	189
Less Fee Accommodation	(0)
		189

Charges and Disbursements

Travel Expenses		\$492
Total Disbursements		492
	\$	681

For Disclosure Statement / Voting Issues	\$	14,223
Less Fee Accommodation	(0)
		14,223

Charges and Disbursements

Total Disbursements		0
	\$	14,223

For Employee Matters (General)	\$	27,828
Less Fee Accommodation	(2,207)
		25,621

Charges and Disbursements

Computer Legal Research	\$	305
Courier, Express		
Delivery and Postage		20

CIRCUIT CITY STORES, INC. (DIP): through June 30, 2009

Travel Expenses	365
Total Disbursements	<u>690</u>
	\$ 26,311

For Executory Contracts (Personalty)	\$ 1,939
Less Fee Accommodation	(<u>0</u>)
	1,939

Charges and Disbursements

Total Disbursements	<u>0</u>
	\$ 1,939

For Insurance	\$ 4,446
Less Fee Accommodation	(<u>0</u>)
	4,446

Charges and Disbursements

Total Disbursements	<u>0</u>
	\$ 4,446

For Intellectual Property	\$ 189
Less Fee Accommodation	(<u>0</u>)
	189

Charges and Disbursements

Travel Expenses	\$1,846
Total Disbursements	<u>1,846</u>
	\$ 2,035

For Leases (Real Property)	\$ 148,342
Less Fee Accommodation	(<u>6,672</u>)
	141,670

Charges and Disbursements

CIRCUIT CITY STORES, INC. (DIP): through June 30, 2009

Computer Legal Research	\$	1,278
Courier, Express		
Delivery and Postage		25
Telecommunications		10
Reproduction and Document Preparation		133
Total Disbursements		<u>1,446</u>
	\$	143,116

For Litigation (General)	\$	46,373
Less Fee Accommodation	(<u>649)</u>
		45,724

Charges and Disbursements

Computer Legal Research	\$	610
Travel Expenses		1,434
Total Disbursements		<u>2,044</u>
	\$	47,768

For Nonworking Travel Time	\$	33,112
Less Fee Accommodation	(<u>16,653)</u>
		16,459

Charges and Disbursements

Travel Expenses		\$56
Total Disbursements		<u>56</u>
	\$	16,515

For Reorganization Plan / Plan Sponsors	\$	15,295
Less Fee Accommodation	(<u>0)</u>
		15,295

Charges and Disbursements

Total Disbursements		<u>0</u>
	\$	15,295

CIRCUIT CITY STORES, INC. (DIP): through June 30, 2009

For Retention / Fee Matters (SASM&F)	\$	15,559
Less Fee Accommodation	(<u>-2)</u>
		15,561

Charges and Disbursements

Total Disbursements		<u>0</u>
	\$	15,561

For Retention / Fee Matters / Objections (Others)	\$	561
Less Fee Accommodation	(<u>0)</u>
		561

Charges and Disbursements

Total Disbursements		<u>0</u>
	\$	561

For Secured Claims	\$	4,158
Less Fee Accommodation	(<u>0)</u>
		4,158

Charges and Disbursements

Total Disbursements		<u>0</u>
	\$	4,158

For Tax Matters	\$	3,349
Less Fee Accommodation	(<u>2,864)</u>
		485

Charges and Disbursements

Total Disbursements		<u>0</u>
	\$	485

For Utilities	\$	26,328
Less Fee Accommodation	(<u>43)</u>

CIRCUIT CITY STORES, INC. (DIP): through June 30, 2009

26,285

Charges and Disbursements

Courier, Express

Delivery and Postage \$ 581

Reproduction and Document Preparation 68

Total Disbursements 649

\$ 26,934

For Vendor Matters \$ 3,515

Less Fee Accommodation..... (0)

3,515

Charges and DisbursementsTotal Disbursements 0

\$ 3,515

Total Fees \$ 580,005

Total Charges and Disbursements..... 35,164

Grand Total \$ 615,169

Less 15% Holdback..... (87,001)

Current Amount Payable by Administrative Order.. \$ 528,168

SKADDEN, ARPS, SLATE, MEACHAM & FLOM LLP

155 NORTH WACKER DRIVE
CHICAGO, ILLINOIS 60606-1720

TEL: (312) 407-0700

FAX: (312) 407-0411

www.skadden.com

FIRM/AFFILIATE OFFICES

BOSTON
HOUSTON
LOS ANGELES
NEW YORK
PALO ALTO
SAN FRANCISCO
WASHINGTON, D.C.
WILMINGTON

BEIJING
BRUSSELS
FRANKFURT
HONG KONG
LONDON
MOSCOW
MUNICH
PARIS
SAO PAULO
SHANGHAI
SINGAPORE
SYDNEY
TOKYO
TORONTO
VIENNA

DIRECT DIAL
(312) 407-0786
DIRECT FAX
(312) 407-8680
EMAIL ADDRESS
CDICKERS@SKADDEN.COM

September 8, 2009

James Marcum
Chief Executive Office
Circuit City Stores, Inc.
4951 Lake Brook Drive
Glen Allen, VA 23060

RE: In re Circuit City Stores, Inc.,
Case No. 08-35653 (KRH)
Jointly Administered

Dear Jim:

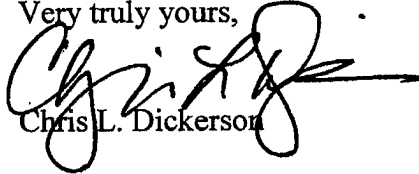
Enclosed is our firm's fee request for services rendered and charges and disbursements incurred through July 31, 2009 (the "Fee Period"), in connection with the post-petition work performed as counsel to Circuit City Stores, Inc. (the "Company"). The fee request has been prepared in accordance with the Order Under Bankruptcy Code Sections 105(a) and 331 Establishing Interim Compensation Procedures entered on December 9, 2008 in the above referenced Chapter 11 cases (the "Order").

The fee request is in the aggregate amount of \$620,007 consisting of \$596,412 for professional fees and \$23,595 for charges and disbursements. The principal charges during the Fee Period were for Claims Administration (General) (\$182,537), Leases (Real Property) (\$117,496) and Leases (Real Property) (\$51,370). We have written off the amount of \$30,635 as an accommodation in connection with our regular billing review process. This amount includes, among other categories, 50% of non-working travel time and time charges for certain professionals billing less than five hours during the month on a client level basis.

The Order authorizes the Company to pay professionals in the cases monthly for 85% of fees and 100% of charges and disbursements if no objections to a fee request have been made within 20 days of notice having being given with respect to such a request. Thus, if the fee request is acceptable to you and no timely objections are made prior to September 28, 2009, you are authorized to pay to our firm the total amount of \$530,545, which consists of the amount of \$506,950 with respect to the fee request, (net of the 15% fee holdback amount of \$89,462) and the total charge and disbursement amount of \$23,595. Payment of the holdback amount remains subject to Court authorization after a hearing on an interim fee application for the period of May 1, 2009 through July 31, 2009.

Should you have any questions or comments, please do not hesitate to call me at your convenience.

Very truly yours,



Chris L. Dickerson

Enclosures

cc: Gregg Galardi
Linda Edwards

**SKADDEN, ARPS, SLATE,
MEAGHER & FLOM LLP
AND AFFILIATES**

Circuit City Stores, Inc. (DIP)
9950 Mayland Drive
Richmond, Virginia 23233

August 13, 2009
Bill No.: 1278713

TIN: 13-1777230

PLEASE REMIT TO:			
<u>By Check:</u>	SASM & F LLP P.O. Box 1764 White Plains, NY 10602	<u>By Wire:</u>	<u>In US Dollars to:</u> Citibank, N.A., New York A.B.A. Number: 021000089 Swift Code: CITIUS33 For Credit To Account: 30060143 Reference Bill No.: 1278713

Invoice # 1278713

Re: Corporate Advice, Financing and Special Projects

TO PROFESSIONAL SERVICES RENDERED
through through July 31, 2009

For General Corporate Advice	\$	4,781
Less Fee Accommodation	(0)
		4,781

Charges and Disbursements

Computer Legal Research	\$	358
Telecommunications		19
Outside Research Services		5
Total Disbursements		382
	\$	5,163

For Asset Analysis and Recovery	\$	3,411
Less Fee Accommodation	(0)
		3,411

PAYMENT DUE UPON RECEIPT.

MAY INCLUDE PROFESSIONAL SERVICES, CHARGES AND DISBURSEMENTS FROM AFFILIATES.

PROFESSIONAL SERVICES, CHARGES AND DISBURSEMENTS WHICH HAVE NOT BEEN RECORDED AS OF THE ABOVE DATE
WILL BE BILLED SUBSEQUENTLY.

B43E

Charges and Disbursements

Total Disbursements 0
\$ 3,411

For Asset Dispositions (General)\$ 18,240
Less Fee Accommodation (0)
18,240

Charges and Disbursements

Outside Research Services \$ 24
Total Disbursements 24
\$ 18,264

For Asset Dispositions (Real Property)\$ 7,427
Less Fee Accommodation (0)
7,427

Charges and Disbursements

Total Disbursements 0
\$ 7,427

For Business Operations / Strategic Planning ...\$ 6,670
Less Fee Accommodation (0)
6,670

Charges and Disbursements

Outside Research Services \$ 5
Reproduction and Document Preparation 4
Total Disbursements 9
\$ 6,679

For Case Administration\$ 40,261
Less Fee Accommodation (166)
40,095

Charges and Disbursements

Computer Legal Research	\$	270
Courier, Express		
Delivery and Postage		275
Outside Research Services		669
Electronic Document Management		177
Reproduction and Document Preparation		12
Travel Expenses		5,796
Total Disbursements		<u>7,199</u>
	\$	47,294

For Claims Admin. (General)	\$	180,305
Less Fee Accommodation	(<u>6,348)</u>
		173,957

Charges and Disbursements

Computer Legal Research	\$	8,539
Courier, Express		
Delivery and Postage		16
Outside Research Services		25
Total Disbursements		<u>8,580</u>
	\$	182,537

For Creditor Meetings / Statutory Committees ...	\$	1,040
Less Fee Accommodation	(<u>0)</u>
		1,040

Charges and Disbursements

Total Disbursements		<u>0</u>
	\$	1,040

For Disclosure Statement / Voting Issues	\$	19,669
Less Fee Accommodation	(<u>0)</u>
		19,669

Charges and Disbursements

Outside Research Services	\$	2
Total Disbursements		2
	\$	19,671

For Employee Matters (General)	\$	27,249
Less Fee Accommodation		(1,465)
		25,784

Charges and Disbursements

Courier, Express		
Delivery and Postage	\$	58
Outside Research Services		20
Reproduction and Document Preparation		2
Total Disbursements		80
	\$	25,864

For Employee Matters (Labor Unions)	\$	0
Less Fee Accommodation		(0)
		0

Charges and Disbursements

Courier, Express		
Delivery and Postage	\$	19
Total Disbursements		19
	\$	19

For Executory Contracts (Personalty)	\$	3,691
Less Fee Accommodation		(0)
		3,691

Charges and Disbursements

Total Disbursements		0
	\$	3,691

For Insurance	\$	2,624
Less Fee Accommodation	(0)
		2,624

Charges and Disbursements

Total Disbursements	\$	0
		0

For Intellectual Property	\$	0
Less Fee Accommodation	(0)
		0

Charges and Disbursements

Outside Research Services	\$	9
		9
Total Disbursements	\$	9

For Leases (Real Property)	\$	55,720
Less Fee Accommodation	(7,271)
		48,449

Charges and Disbursements

Computer Legal Research	\$	2,878
Courier, Express		
Delivery and Postage		16
Outside Research Services		21
Reproduction and Document Preparation		6
Total Disbursements		2,921
	\$	51,370

For Litigation (General)	\$	50,280
Less Fee Accommodation	(509)
		49,771

Charges and Disbursements

Computer Legal Research	\$	189
-------------------------------	----	-----

Courier, Express	
Delivery and Postage	184
Reproduction and Document Preparation	1
Total Disbursements	<u>374</u>

\$ 50,145

For Nonworking Travel Time	\$ 29,503
Less Fee Accommodation	(<u>14,888</u>)
	14,615

Charges and Disbursements

Telecommunications	\$ 83
Travel Expenses	1,462
Total Disbursements	<u>1,545</u>

\$ 16,160

For Regulatory and SEC Matters	\$ 189
Less Fee Accommodation	(<u>0</u>)
	189

Charges and Disbursements

Total Disbursements	<u>0</u>
---------------------------	----------

\$ 189

For Reorganization Plan / Plan Sponsors	\$ 117,207
Less Fee Accommodation	(<u>-208</u>)
	117,415

Charges and Disbursements

Telecommunications	\$ 56
Reproduction and Document Preparation	25
Total Disbursements	<u>81</u>

\$ 117,496

For Retention / Fee Matters (SASM&F)	\$	2,653
Less Fee Accommodation	(0)
		2,653

Charges and Disbursements

Total Disbursements	\$	0
		2,653

For Retention / Fee Matters / Objections (Others)	\$	2,808
Less Fee Accommodation	(0)
		2,808

Charges and Disbursements

Total Disbursements	\$	0
		2,808

For Secured Claims	\$	12,672
Less Fee Accommodation	(0)
		12,672

Charges and Disbursements

Computer Legal Research	\$	595	
Telecommunications		10	
Total Disbursements		605	
	\$	13,277	

For Tax Matters	\$	99
Less Fee Accommodation	(0)
		99

Charges and Disbursements

Computer Legal Research	\$	793	
Reproduction and Document Preparation		29	
Total Disbursements		822	

\$ 921

For Utilities\$ 26,928
Less Fee Accommodation (0)
26,928

Charges and Disbursements

Courier, Express

Delivery and Postage\$ 371

Reproduction and Document Preparation 572

Total Disbursements..... 943

\$ 27,871

For Vendor Matters\$ 13,424
Less Fee Accommodation (0)
13,424

Charges and Disbursements

Total Disbursements..... 0

\$ 13,424

Total Fees\$ 596,412

Total Charges and Disbursements 23,595

Grand Total\$ 620,007

Less 15% Holdback (89,462)

Current Amount Payable by Administrative Order ..\$ 530,545